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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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JOINT STIPULATION AND AGREED ORDER COMPROMISING
AND ALLOWING PROOF OF CLAIM NUMBER 722
(OETIKER, INC.)

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Oetiker, Inc. ("Oetiker") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 722 (Oetiker, Inc.) and agree and state as follows:

WHEREAS on October 8, 2005, the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS Oetiker filed proof of claim number 722 against Delphi on November 21, 2005, which asserts an unsecured non-priority claim in the amount of \$12,643.20 (the "Claim") stemming from the delivery of goods prior to the Petition Date.

WHEREAS the Debtors objected to the Claim pursuant to the Debtors' Fifth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Claims With Insufficient Documentation And (B) Claims Not Reflected On Debtors' Books And Records (Docket No. 6394) (the "Fifth Omnibus Claims Objection"), which was filed on December 12, 2006.

WHEREAS on January 3, 2007, Oetiker filed its Response Of Oetiker, Inc. To Debtors' Fifth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Claims With Insufficient Documentation And (B) Claims Not Reflected On Debtors' Books And Records (Docket No. 6394) (the "Response").

WHEREAS on May 22, 2007, to resolve the Fifth Omnibus Claims Objection with respect to the Claim, Oetiker and Delphi Automotive Systems LLC ("DAS LLC") entered

into a settlement agreement (the "Settlement Agreement").

WHEREAS pursuant to the Settlement Agreement, DAS LLC acknowledges and agrees that the Claim shall be allowed against DAS LLC in the amount of \$12,643.20.

WHEREAS DAS LLC is authorized to enter into the Settlement Agreement either because the Claim involves ordinary course controversies or pursuant to that certain Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 4414) entered by this Court on June 29, 2006.

THEREFORE, the Debtors and Oetiker stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$12,643.20 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.
2. Oetiker shall withdraw its Response to the Fifth Omnibus Claims Objection with prejudice.

So Ordered in New York, New York, this 1st day of June, 2007

/s/Robert D. Drain
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons

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